

Commercial Finance



GIARMARCO, MULLINS & HORTON, P.C.

ATTORNEYS AND COUNSELORS AT LAW

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GMH

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Commercial Finance

Financing Transactions

Our commercial finance attorneys have many years of experience representing banks in connection with loan transactions. We counsel financial institutions on loan structure and documentation. We also negotiate credit facilities, including complex multi-borrower secured loans, asset-based loans, and mortgage financing.

GMH attorneys recognize the importance of the relationship between the loan officer and the borrower. We are committed to preserving that relationship, never losing sight of the ultimate goal: the successful deal. We always strive to close the loan transaction in a timely and cost-effective manner.

Our experience in other areas of law, ranging from real estate and mergers and acquisitions to intellectual property, allows us to address complex collateral issues. We can perfect the lender's security interest in all types of assets, including patents and accounts receivable from government contracts.

Loan Workouts

We provide strategic counseling to lenders in connection with troubled loans. Our team provides loan restructuring and out-of-court workout advice. We negotiate and prepare forbearance and other workout agreements for our clients.

When appropriate, we bring our firm's bankruptcy lawyers into the team to discuss options and outcomes under a Chapter 7 or Chapter 11 scenario so the lender can make decisions based upon a complete picture. Our litigators are poised to handle bankruptcy proceedings when necessary.

William H. Heritage, III *Corporate/Finance*

Chair of Corporate Department

Will concentrates his practice in the areas of mergers and acquisitions, business formation and planning, corporate law, health care law and real estate law. His practice includes representation of small to large privately-held businesses as well as international business clients. His experience includes many complex business transactions, and he has represented both purchasers and sellers. He is skilled in business planning strategies and the structuring of transactions to accomplish the needs of his clients.

John A. Anderson *Workout, Forbearance and Foreclosure*

John's practice areas include handling loan workouts related to commercial loans, primarily from the lender side, both in and outside of bankruptcy, as well as forbearance negotiations including forbearance agreements, commercial foreclosures and Claim and Delivery matters.

Andrew T. Baran *Loan Work*

Andrew concentrates his practice in all areas of labor and employment law, including NLRB proceedings, civil rights and wrongful discharge litigation, contract negotiations, arbitration, and union election campaigns.

Gregory J. Gamalski *Real Estate*

Gregory concentrates his practice in the area of real estate law, primarily working with residential builders and developers on condominium and land development matters.

Bruce W. Haffey *Corporate*

Bruce has handled complex business transactions for small and middle market business clients for over 25 years. He practices primarily in the areas of business planning, commercial transactions, mergers and acquisitions, franchise law and taxation.

William H. Horton *Business Litigation*

Bill has been trying lawsuits for over 25 years, primarily in the areas of business and commercial disputes, employment law, and real estate. Many cases involve the automobile industry. He is certified as a Civil Trial Specialist by the National Board of Trial Advocacy.

J. Claibourne Kelly *Finance*

Clay has served as lender's counsel to financial institutions for many years. He represents banks and other lenders in commercial, industrial and real estate loans. Clay has assisted banks and other financial institutions in loan workouts, forbearances, foreclosures (friendly and contested), receiverships and loan restructures. Clay also has experience as counsel to mezzanine financiers, typically in connection with subordinated debt placements.

Alexander Lebedinski *Business Transactions/International*

Alexander concentrates his practice in the areas of corporate and international law, business transactions and immigration law. He develops, reviews and negotiates for sales of goods and services, joint ventures and distribution; and obtains investment and work visas.

George D. Mercer *Real Estate*

George chairs the real estate practice group and concentrates his practice in the areas of real estate law and mortgage lending. George has closed sophisticated real estate financing transactions involving economic development bonds, tax abatements, taxable notes, securitized loans, master leases and ground leases.

Mark S. Papazian *Corporate*

Mark's concentration is in business and commercial litigation. His practice also focuses on the hospitality and restaurant industry. He is uniquely qualified to represent sellers and purchasers of commercial properties for restaurant development.

Dennis M. Rauss *Banking and Workout*

Dennis concentrates his practice in the areas of business litigation, real estate, employment and family law.

James Y. Rayis *Corporate*

James concentrates his practice in corporate and business law, international corporate transactions, government contracts and procurement law, as well as international human rights law.

Peter J. Sarkesian *Securities*

Peter concentrates his practice in corporate, securities, and real estate law. He has been called upon to represent numerous clients in public and private offering transactions, matters of business acquisitions and dissolutions, ownership disputes, and general business transactions.

Thomas L. Treppa *Real Estate*

Tom is a member of the real estate practice group and is involved extensively in the acquisition, sale and leasing of commercial real estate. His background in municipal law provides additional expertise in the areas of zoning and planning.

Additional Expertise

Corporate

- Selection and design of business entity
- Formation of corporations LLC
- Business reorganizations
- Mergers and acquisitions
- Business succession planning
- Qualified retirement plans

Mergers & Acquisitions

- Strategic analysis
- Due diligence
- Preliminary agreements
- Transaction planning
- Negotiation and documentation
- Financing
- Closing and post-closing

Real Estate

- Buyers and sellers
- Landlords and tenants
- Lenders and investors
- Developers and builders
- Municipalities
- Corporations and individuals

Commercial Litigation

- Business reorganizations, liquidations and dissolutions
- Equipment or real estate leases
- Contracts with customers and suppliers
- RFQs, bids, purchase orders and acknowledgements
- Computer and information system development agreements

Employment and Labor

- Employment discrimination claims
- Breaches of contractual restrictions
- Workplace harassment claims
- Wage claims and collective action
- ERISA claims for benefits and for breach fiduciary duty
- Family and medical leave act claims
- Breach of employment contract lawsuits